
Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme METCASH LIMITED

ACN/ARSN ACN 112 073 480

1. Details of substantial holder(1)

Name WESTPAC BANKING CORPORATION (WBC) and its associated entities listed in Annexure 'B'

ACN/ARSN (if applicable) ACN 007 457 141

There was a change in the interests of the substantial holder on 29/06/2016

The previous notice was given to the company on 24/06/2016

The previous notice was dated 22/06/2016

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice in the company or scheme, are as follows:

Class of securities (4)	Previous Notice		Present Notice	
	Person's votes	Voting Power (5)	Person's votes	Voting Power (5)
ORDINARY SHARES	103,078,776	11.10%	113,005,770	12.17%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
29/06/2016	WBC & its Associates, Asgard Capital Management Limited, Equity Desk - (WIB) Westpac Institutional Bank , Westpac RE Limited, BT Funds Management No.2 Limited, Westpac Financial Services Limited, BT Funds Management Limited, Advance Asset Management Limited, BT Investment	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'

	Management (Fund Services) Limited, BT Investment Management (Institutional) Limited				
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4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and Number of securities	Person's votes
Advance Asset Management Limited	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited.	Advance Asset Management Ltd is the responsible entity of various managed investment schemes and also acts as a fund manager.	7,466,102, Ordinary	7,466,102
Asgard Capital Management Limited	Asgard Capital Management Limited	HSBC Custody Nominees (Australia) Limited. Asgard Capital Management Limited	Asgard Capital Management Limited ABN 92 009 279 592 AFSL 240695 is a custodian and operator of Investor-Directed Portfolio Service (IDPS). Asgard Capital Management Limited is the custodian and operator of Asgard eWrap Investment, Asgard Funds Account, LifeForce eWrap Investment and Personal Choice Private eWrap Investment Account.	187,833, Ordinary	187,833
BT Funds Management Limited	Asgard Capital Management Limited BT Portfolio Services Limited HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited. Asgard Capital Management Limited BT Portfolio Services Limited	BT Funds Management Limited is the manager of various superannuation funds, institutional investor portfolios and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	7,398,568, Ordinary	7,398,568
BT Funds Management No.2 Limited	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited. Asgard Capital Management Limited BT Portfolio Services Limited HSBC Custody	BT Funds Management No 2 Limited is or may be the Manager of various Superannuation funds, Institutional investor portfolios and unit trusts and, in that capacity, can	1,549,553, Ordinary	1,549,553

		Nominees (Australia) Limited.	exercise the power to vote or dispose of the shares.		
BT Investment Management (Fund Services) Limited	UBS Wealth Management HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited. Asgard Capital Management Limited BT Portfolio Services Limited UBS Wealth Management	BT Investment Management (Fund Services) Limited is the responsible entity of various managed investment schemes and, in that capacity, can exercise the power to vote or dispose of the shares.	41,199,146, Ordinary	41,199,146
BT Investment Management (Institutional) Limited	Australia and New Zealand Banking Group Limited Permanent Trustee Australia Limited National Custodian Nominees National Australian Custodian Services BNP Fund Services Australasia Pty Limited Citicorp Nominees Pty Limited National Nominees Limited HSBC Custody Nominees (Australia) Limited. JP Morgan Chase Bank National Australia Bank Limited	HSBC Custody Nominees (Australia) Limited. Asgard Capital Management Limited BT Portfolio Services Limited HSBC Custody Nominees (Australia) Limited. UBS Wealth Management Australia and New Zealand Banking Group Limited Permanent Trustee Australia Limited National Custodian Nominees National Australian Custodian Services BNP Fund Services Australasia Pty Limited Citicorp Nominees Pty Limited National Nominees Limited JP Morgan Chase Bank National Australia Bank Limited	BT Investment Management (Institutional) Limited (previously known as BT Investment Management (RE) Limited) is the fund manager of various superannuation funds, institutional investor portfolios and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	48,657,303, Ordinary	48,657,303

Equity Desk - (WIB) Westpac Institutional Bank *	Equity Desk - (WIB) Westpac Institutional Bank	<p>HSBC Custody Nominees (Australia) Limited.</p> <p>Asgard Capital Management Limited</p> <p>BT Portfolio Services Limited</p> <p>HSBC Custody Nominees (Australia) Limited.</p> <p>UBS Wealth Management</p> <p>Australia and New Zealand Banking Group Limited</p> <p>Permanent Trustee Australia Limited</p> <p>National Custodian Nominees</p> <p>National Australian Custodian Services</p> <p>BNP Fund Services Australasia Pty Limited</p> <p>Citicorp Nominees Pty Limited</p> <p>National Nominees Limited</p> <p>JP Morgan Chase Bank</p> <p>National Australia Bank Limited</p> <p>Equity Desk - (WIB) Westpac Institutional Bank</p>	Westpac Institutional Bank (WIB): provides financial services to the corporate and institutional customer base, assisting and advising in the management of cash, funding, capital and market risk for companies and institutions in Australia and New Zealand. In this capacity, can exercise the power to vote or dispose of the shares. * WIB is a business name of the Westpac Banking Corporation.	230,477, Ordinary	230,477
Westpac Financial Services Limited	<p>BT Portfolio Services Limited</p> <p>HSBC Custody Nominees (Australia) Limited.</p>	<p>HSBC Custody Nominees (Australia) Limited.</p> <p>Asgard Capital Management Limited</p> <p>BT Portfolio Services Limited</p> <p>UBS Wealth</p>	Westpac Financial Services Limited is the responsible entity of various managed investment schemes and, in that capacity, can exercise the power to vote or dispose of shares.	4,811,204, Ordinary	4,811,204

		<p>Management</p> <p>Australia and New Zealand Banking Group Limited</p> <p>Permanent Trustee Australia Limited</p> <p>National Custodian Nominees</p> <p>National Australian Custodian Services</p> <p>BNP Fund Services Australasia Pty Limited</p> <p>Citicorp Nominees Pty Limited</p> <p>National Nominees Limited</p> <p>HSBC Custody Nominees (Australia) Limited.</p> <p>JP Morgan Chase Bank</p> <p>National Australia Bank Limited</p> <p>Equity Desk - (WIB) Westpac Institutional Bank</p> <p>BT Portfolio Services Limited</p>			
Westpac RE Limited	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited.	Westpac RE Limited is the manager of various superannuation funds, institutional investor portfolios and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	1,505,584, Ordinary	1,505,584

5. Changes in association

The persons who have become associates (2) of, or ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Westpac Banking Corporation (WBC)	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Asgard Capital Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Equity Desk - (WIB) Westpac Institutional Bank	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Westpac RE Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Funds Management No.2 Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Westpac Financial Services Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Funds Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Advance Asset Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Investment Management (Fund Services) Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
BT Investment Management (Institutional) Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
METCASH LIMITED (MTS)	The Company Secretary, METCASH LIMITED (MTS) 1 Thomas Holt Drive MACQUARIE PARK NSW 2113 Tel: 02 9751 3000

Signature

Print name Tim Hartin Capacity Company Secretary

Sign here _____ Date 01/07/2016

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
 - (2) See the definition of “associate” in section 9 of the Corporations Act 2001.
 - (3) See the definition of “relevant interest” in sections 608 and 671B(7) of the Corporations Act 2001.
 - (4) The voting shares of a company constitute one class unless divided into separate classes.
 - (5) The person’s votes divided by the total votes in the body corporate scheme multiplied by 100.
 - (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of “relevant agreement” in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
 - (8) If the substantial holder is unable to determine the identity of the person (e.g. if the relevant interest arises because of an option) write “unknown”.
 - (9) Give details, if appropriate, of the present association and any changes in that association since the last substantial holding notice.

ANNEXURE A

This is annexure 'A' referred to in Form 604, Notice of change of interests of substantial holder, lodged for Westpac Banking Corporation ACN 007 457 141 and its associated entities.

Tim Hartin – Company Secretary, Westpac Banking Corporation – 01/07/2016

TRANSACTION HISTORY

Sales & Purchases for the period : 23/06/2016 to 29/06/2016

SECURITY: MTS

BT Funds Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
28/06/2016	Asgard Capital Management Limited	Purchase	2,985	5,462.55	Ordinary	2,985
28/06/2016	Asgard Capital Management Limited	Sale	-2,985	-5,462.55	Ordinary	2,985
Total				0		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/06/2016	BT Portfolio Services Limited	Sale	-1,000	-1,753.70	Ordinary	1,000
23/06/2016	BT Portfolio Services Limited	Sale	-2,050	-3,638.34	Ordinary	2,050
23/06/2016	BT Portfolio Services Limited	Sale	-1,334	-2,351.58	Ordinary	1,334
23/06/2016	BT Portfolio Services Limited	Sale	-2,000	-3,548.60	Ordinary	2,000
23/06/2016	BT Portfolio Services Limited	Sale	-2,000	-3,548.60	Ordinary	2,000
23/06/2016	BT Portfolio Services Limited	Sale	-1,500	-2,637.45	Ordinary	1,500
23/06/2016	BT Portfolio Services Limited	Sale	-1,000	-1,763.70	Ordinary	1,000
23/06/2016	BT Portfolio Services Limited	Sale	-2,553	-4,540.00	Ordinary	2,553
23/06/2016	BT Portfolio Services Limited	Sale	-1,000	-1,756.20	Ordinary	1,000
24/06/2016	BT Portfolio Services Limited	Sale	-2,444	-4,301.68	Ordinary	2,444
Total			-16,881	-29,839.85		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
27/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	371,002	686,353.70	Ordinary	371,002
27/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	2,038	3,770.30	Ordinary	2,038
27/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	111,101	205,536.85	Ordinary	111,101
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,857	8,839.74	Ordinary	4,857
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	376,977	686,098.14	Ordinary	376,977
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	66,534	120,426.54	Ordinary	66,534
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	27	49.14	Ordinary	27
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	365	660.65	Ordinary	365
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	2,070	3,767.40	Ordinary	2,070
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	19,924	36,062.44	Ordinary	19,924
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	112,891	205,461.62	Ordinary	112,891
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	1,455	2,648.10	Ordinary	1,455
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	60,558	111,426.72	Ordinary	60,558
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	99,450	183,982.50	Ordinary	99,450
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	333	612.72	Ordinary	333
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	546	1,010.10	Ordinary	546
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	18,135	33,368.40	Ordinary	18,135
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	29,781	55,094.85	Ordinary	29,781
Total			1,278,044	2,345,169.91		

BT Funds Management Limited Total : **1,261,163** **2,315,330.06**

BT Funds Management No.2 Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	103,170	185,706.00	Ordinary	103,170
23/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	59,046	105,692.34	Ordinary	59,046
24/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	43,165	76,833.70	Ordinary	43,165
27/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	691	1,223.07	Ordinary	691
27/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	41,929	77,568.65	Ordinary	41,929
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	67,667	123,153.94	Ordinary	67,667
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	872	1,587.04	Ordinary	872
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	549	999.18	Ordinary	549
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	7,519	13,609.39	Ordinary	7,519
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	42,606	77,542.92	Ordinary	42,606
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	108,619	200,945.15	Ordinary	108,619
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	9,831	17,794.11	Ordinary	9,831
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	6,844	12,592.96	Ordinary	6,844
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	11,240	20,794.00	Ordinary	11,240
Total			503,748	916,042.45		
BT Funds Management No.2 Limited Total :			503,748	916,042.45		

BT Investment Management (Fund Services) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	332,447	595,080.13	Ordinary	332,447
23/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	580,872	1,045,569.60	Ordinary	580,872
24/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	242,946	432,443.88	Ordinary	242,946
24/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	210,067	376,019.93	Ordinary	210,067
27/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	679,519	1,257,110.15	Ordinary	679,519
27/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,022	7,118.94	Ordinary	4,022
27/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	145,228	268,671.80	Ordinary	145,228
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	690,463	1,256,642.66	Ordinary	690,463
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	8,896	16,190.72	Ordinary	8,896
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	121,862	220,570.22	Ordinary	121,862
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	388,523	707,111.86	Ordinary	388,523
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	5,006	9,110.92	Ordinary	5,006
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	1,901	3,459.82	Ordinary	1,901
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	26,044	47,139.64	Ordinary	26,044
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	147,568	268,573.76	Ordinary	147,568
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-32,211	-58,624.02	Ordinary	32,211
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	110,916	204,085.44	Ordinary	110,916
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	182,148	336,973.80	Ordinary	182,148
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	615,128	1,137,986.80	Ordinary	615,128
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	57,096	103,343.76	Ordinary	57,096
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	85,991	159,083.35	Ordinary	85,991
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	29,197	53,722.48	Ordinary	29,197
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	23,705	43,617.20	Ordinary	23,705
Total			4,657,334	8,491,002.84		
BT Investment Management (Fund Services) Limited Total :			4,657,334	8,491,002.84		

BT Investment Management (Institutional) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/06/2016	Australia and New Zealand Banking Group Limited	Purchase	19,116	34,408.80	Ordinary	19,116
23/06/2016	Australia and New Zealand Banking Group Limited	Purchase	10,940	19,582.60	Ordinary	10,940
24/06/2016	Australia and New Zealand Banking Group Limited	Purchase	7,909	14,078.02	Ordinary	7,909
27/06/2016	Australia and New Zealand Banking Group Limited	Purchase	99	175.23	Ordinary	99
28/06/2016	Australia and New Zealand Banking Group Limited	Purchase	11,431	20,804.42	Ordinary	11,431
28/06/2016	Australia and New Zealand Banking Group Limited	Purchase	147	267.54	Ordinary	147
29/06/2016	Australia and New Zealand Banking Group Limited	Purchase	1,682	3,044.42	Ordinary	1,682
29/06/2016	Australia and New Zealand Banking Group Limited	Purchase	18,700	34,595.00	Ordinary	18,700
Total			70,024	126,956.03		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	211,111	382,110.91	Ordinary	211,111
27/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	11,005	20,359.25	Ordinary	11,005
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	11,182	20,351.24	Ordinary	11,182
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	1,974	3,572.94	Ordinary	1,974
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	144	262.08	Ordinary	144
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	2,950	5,457.50	Ordinary	2,950
29/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	1,797	3,306.48	Ordinary	1,797
Total			240,163	435,420.40		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
27/06/2016	JP Morgan Chase Bank	Purchase	77,566	143,497.10	Ordinary	77,566
28/06/2016	JP Morgan Chase Bank	Purchase	78,815	143,443.30	Ordinary	78,815
28/06/2016	JP Morgan Chase Bank	Purchase	1,016	1,849.12	Ordinary	1,016
28/06/2016	JP Morgan Chase Bank	Purchase	13,910	25,177.10	Ordinary	13,910
29/06/2016	JP Morgan Chase Bank	Purchase	20,793	38,467.05	Ordinary	20,793
29/06/2016	JP Morgan Chase Bank	Purchase	12,661	23,296.24	Ordinary	12,661
Total			204,761	375,729.91		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/06/2016	National Australia Bank Limited	Purchase	198,991	358,183.80	Ordinary	198,991
23/06/2016	National Australia Bank Limited	Purchase	113,887	203,857.73	Ordinary	113,887
24/06/2016	National Australia Bank Limited	Purchase	83,207	148,108.46	Ordinary	83,207
24/06/2016	National Australia Bank Limited	Purchase	577,792	1,034,247.68	Ordinary	577,792
27/06/2016	National Australia Bank Limited	Purchase	1,371	2,426.67	Ordinary	1,371
27/06/2016	National Australia Bank Limited	Purchase	317,919	588,150.15	Ordinary	317,919
28/06/2016	National Australia Bank Limited	Purchase	130,518	237,542.76	Ordinary	130,518
28/06/2016	National Australia Bank Limited	Purchase	1,682	3,061.24	Ordinary	1,682
28/06/2016	National Australia Bank Limited	Purchase	4,162	7,574.84	Ordinary	4,162
28/06/2016	National Australia Bank Limited	Purchase	323,041	587,934.62	Ordinary	323,041
28/06/2016	National Australia Bank Limited	Purchase	57,014	103,195.34	Ordinary	57,014
29/06/2016	National Australia Bank Limited	Purchase	19,318	34,965.58	Ordinary	19,318
29/06/2016	National Australia Bank Limited	Purchase	209,727	387,994.95	Ordinary	209,727
29/06/2016	National Australia Bank Limited	Purchase	51,893	95,483.12	Ordinary	51,893
29/06/2016	National Australia Bank Limited	Purchase	112,140	206,337.60	Ordinary	112,140
29/06/2016	National Australia Bank Limited	Purchase	265,972	492,048.20	Ordinary	265,972
Total			2,468,634	4,491,112.74		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/06/2016	National Australian Custodian Services	Purchase	97,851	176,131.80	Ordinary	97,851
23/06/2016	National Australian Custodian Services	Purchase	56,003	100,245.37	Ordinary	56,003
24/06/2016	National Australian Custodian Services	Purchase	40,916	72,830.48	Ordinary	40,916
27/06/2016	National Australian Custodian Services	Purchase	674	1,192.98	Ordinary	674
28/06/2016	National Australian Custodian Services	Purchase	64,181	116,809.42	Ordinary	64,181
28/06/2016	National Australian Custodian Services	Purchase	827	1,505.14	Ordinary	827
29/06/2016	National Australian Custodian Services	Purchase	103,132	190,794.20	Ordinary	103,132
29/06/2016	National Australian Custodian Services	Purchase	9,499	17,193.19	Ordinary	9,499
Total			373,083	676,702.58		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
27/06/2016	National Custodian Nominees	Purchase	40,596	75,102.60	Ordinary	40,596
28/06/2016	National Custodian Nominees	Purchase	7,280	13,176.80	Ordinary	7,280
28/06/2016	National Custodian Nominees	Purchase	41,250	75,075.00	Ordinary	41,250
28/06/2016	National Custodian Nominees	Purchase	531	966.42	Ordinary	531
29/06/2016	National Custodian Nominees	Purchase	10,882	20,131.70	Ordinary	10,882
29/06/2016	National Custodian Nominees	Purchase	6,626	12,191.84	Ordinary	6,626
Total			107,165	196,644.36		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
27/06/2016	Permanent Trustee Australia Limited	Purchase	10,644	19,691.40	Ordinary	10,644
28/06/2016	Permanent Trustee Australia Limited	Purchase	1,909	3,455.29	Ordinary	1,909
28/06/2016	Permanent Trustee Australia Limited	Purchase	139	252.98	Ordinary	139
28/06/2016	Permanent Trustee Australia Limited	Purchase	10,817	19,686.94	Ordinary	10,817
29/06/2016	Permanent Trustee Australia Limited	Purchase	2,853	5,278.05	Ordinary	2,853
29/06/2016	Permanent Trustee Australia Limited	Purchase	1,738	3,197.92	Ordinary	1,738
Total			28,100	51,562.58		

BT Investment Management (Institutional) Limited Total : 3,491,930 6,354,128.60

Westpac RE Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	1,350	2,443.50	Ordinary	1,350
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	25,000	45,500.00	Ordinary	25,000
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	10,000	18,200.00	Ordinary	10,000
28/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,450	-6,244.50	Ordinary	3,450
Total			32,900	59,899.00		

Westpac RE Limited Total : 32,900 59,899.00

Equity Desk - (WIB) Westpac Institutional Bank

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/06/2016	Equity Desk - (WIB) Westpac Institutional Bank	Purchase	394	693.44	Ordinary	394
23/06/2016	Equity Desk - (WIB) Westpac Institutional Bank	Purchase	829	1,459.04	Ordinary	829
23/06/2016	Equity Desk - (WIB) Westpac Institutional Bank	Purchase	669	1,204.20	Ordinary	669
23/06/2016	Equity Desk - (WIB) Westpac Institutional Bank	Purchase	175	315	Ordinary	175
23/06/2016	Equity Desk - (WIB) Westpac Institutional Bank	Purchase	1,210	2,178.00	Ordinary	1,210
23/06/2016	Equity Desk - (WIB) Westpac Institutional Bank	Purchase	65	117	Ordinary	65

23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Purchase	54	97.2	Ordinary	54
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Purchase	160	281.6	Ordinary	160
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Purchase	17,618	31,007.68	Ordinary	17,618
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Purchase	4	7.04	Ordinary	4
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Purchase	2,218	3,903.68	Ordinary	2,218
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Purchase	815	1,467.00	Ordinary	815
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Purchase	45	81	Ordinary	45
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Purchase	682	1,227.60	Ordinary	682
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Purchase	236	424.8	Ordinary	236
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Purchase	571	1,027.80	Ordinary	571
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Purchase	392	705.6	Ordinary	392
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Purchase	86	154.8	Ordinary	86
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-7,877	-14,040.75	Ordinary	7,877
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-887	-1,581.08	Ordinary	887
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-672	-1,197.84	Ordinary	672
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-172	-306.59	Ordinary	172
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-130	-231.73	Ordinary	130
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-262	-466.36	Ordinary	262
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-1,272	-2,251.44	Ordinary	1,272
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-1,163	-2,058.51	Ordinary	1,163
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-467	-826.59	Ordinary	467
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-7,098	-12,563.46	Ordinary	7,098
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-3,187	-5,593.19	Ordinary	3,187
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-9	-15.8	Ordinary	9
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-7,120	-12,495.60	Ordinary	7,120
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-127	-222.89	Ordinary	127
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-973	-1,707.62	Ordinary	973
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-308	-540.54	Ordinary	308
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-781	-1,370.66	Ordinary	781
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-186	-326.43	Ordinary	186
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-777	-1,363.64	Ordinary	777
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-3,004	-5,272.02	Ordinary	3,004
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-3,520	-6,177.60	Ordinary	3,520
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-1	-1.76	Ordinary	1
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-11	-19.31	Ordinary	11
23/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-77	-135.14	Ordinary	77
24/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-103	-182.31	Ordinary	103
24/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-4,000	-7,170.00	Ordinary	4,000
24/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-3	-5.31	Ordinary	3
24/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-1,957	-3,463.89	Ordinary	1,957
24/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-18	-31.86	Ordinary	18
24/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-1,234	-2,184.18	Ordinary	1,234
24/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-5,766	-10,205.82	Ordinary	5,766
24/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-40	-70.8	Ordinary	40
24/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-500	-885	Ordinary	500
24/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-202	-357.54	Ordinary	202
24/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-596	-1,054.92	Ordinary	596
24/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-368	-651.36	Ordinary	368
24/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-12	-21.24	Ordinary	12
24/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-145	-256.65	Ordinary	145
24/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-6	-10.62	Ordinary	6
24/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-50	-88.5	Ordinary	50
28/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-800	-1,448.00	Ordinary	800
28/06/2016 Equity Desk - (WIB)	Westpac Institutional Bank	Sale	-10,000	-18,250.00	Ordinary	10,000

28/06/2016 Equity Desk - (WIB) Westpac Institutional Bank	Sale	-1,200	-2,172.00	Ordinary	1,200
29/06/2016 Equity Desk - (WIB) Westpac Institutional Bank	Purchase	523	972.78	Ordinary	523
29/06/2016 Equity Desk - (WIB) Westpac Institutional Bank	Purchase	953	1,772.58	Ordinary	953
29/06/2016 Equity Desk - (WIB) Westpac Institutional Bank	Purchase	1,524	2,834.64	Ordinary	1,524
Total		-37,858	-67,344.02		
Equity Desk - (WIB) Westpac Institutional Bank Total :		-37,858	-67,344.02		

ANNEXURE B – ASSOCIATED COMPANIES

This is annexure 'B' (being 3 pages) referred to in Form 604, Notice of change of interests of substantial holder, lodged for Westpac Banking Corporation ACN 007 457 141 and its associated entities

Tim Hartin – Company Secretary, Westpac Banking Corporation – 01/07/2016

Westpac Banking Corporation	Australia	Series 2011-2 WST Trust	Australia
1925 (Commercial) Pty Limited	Australia	Series 2011-3 WST Trust	Australia
1925 (Industrial) Pty Limited	Australia	Series 2012-1 WST Trust	Australia
1925 Advances Pty Limited	Australia	Series 2013-1 WST Trust	Australia
A.G.C. (Pacific) Limited	Papua New Guinea	Series 2013-2 WST Trust	Australia
Advance Asset Management Limited	Australia	Series 2014-1 WST Trust	Australia
Altitude Administration Pty Limited	Australia	Series 2014-2 WST Trust	Australia
Altitude Rewards Pty Limited	Australia	Series 2015-1 WST Trust	Australia
Aotearoa Financial Services Limited	New Zealand	SIE-Lease (Australia) Pty Limited	Australia
Ascalon Capital Managers (Asia) Limited	Hong Kong	SIE-Lease (New Zealand) Pty Limited	New Zealand
Ascalon Capital Managers Limited	Australia	Sixty Martin Place (Holdings) Pty Limited	Australia
Ascalon Funds Seed Pool Trust	Australia	St.George Business Finance Pty Limited	Australia
Asgard Capital Management Limited	Australia	St.George Custodial Pty Limited	Australia
Asgard Wealth Solutions Limited	Australia	St.George Equity Finance Limited	Australia
Australian Loan Processing Security Company Pty Ltd	Australia	St.George Finance Holdings Limited	Australia
Australian Loan Processing Security Trust	Australia	St.George Finance Limited	Australia
Belliston Pty Limited	Australia	St.George Life Limited	Australia
Bill Acceptance Corporation Pty Limited	Australia	St.George Motor Finance Limited	Australia
BT (Queensland) Pty Limited	Australia	St.George Security Holdings Pty Limited	Australia
BT Australia Pty Limited	Australia	Sydney Capital Corp Inc.	USA
BT Financial Group (NZ) Limited	New Zealand	Tavarua Funding Trust IV	USA
BT Financial Group Pty Limited	Australia	The Home Mortgage Company Limited	New Zealand
BT Funds Management (NZ) Limited	New Zealand	The Mortgage Company Pty Limited	Australia
BT Funds Management Limited	Australia	Value Nominees Pty Limited	Australia
BT Funds Management No.2 Limited	Australia	W2 Investments Pty Limited	Australia
BT Long Term Income Fund	Australia	Waratah Receivables Corp Pty Limited	Australia
BT Portfolio Services Limited	Australia	Waratah Securities Australia Limited	Australia
BT Private Nominees Pty Limited	Australia	Westpac (NZ) Investments Limited	New Zealand
BT Securities Limited	Australia	Westpac Administration Pty Limited	Australia
BT Short Term Income Fund	Australia	Westpac Administration 2 Limited	Australia
Canning Park Capital Pte. Ltd	Australia	Westpac Administration 3 Limited	Australia
Capital Corporate Finance Limited	Australia	Westpac Administration 4 Limited	Australia
Capital Finance (NZ) Limited	Australia	Westpac Altitude Rewards Trust	Australia
Capital Finance Australia Limited	Australia	Westpac Americas Inc.	USA
Capital Finance New Zealand Limited	Australia	Westpac Asian Lending Pty Limited	Australia
Capital Fleetlease Limited	Australia	Westpac Bank-PNG-Limited	Papua New Guinea
Capital Motor Finance Limited	Australia	Westpac Capital Holdings Inc.	USA
Capital Rent Group Limited	New Zealand	Westpac Capital Markets Holding Corp.	USA

CBA Limited	Australia	Westpac Capital Markets LLC	USA
Challenge Limited	Australia	Westpac Capital Trust IV	USA
Crusade ABS Series 2012 - 1 Trust	Australia	Westpac Capital-NZ-Limited	New Zealand
Crusade ABS Series 2013 - 1 Trust	Australia	Westpac Cash PIE Fund	Australia
Crusade ABS Series 2015 - 1 Trust	Australia	Westpac Cook Cove Trust I	Australia
Crusade ABS Series 2016 - 1 Trust	Australia	Westpac Cook Cove Trust II	Australia
Crusade CP Management Pty Limited	Australia	Westpac Covered Bond Trust	Australia
Crusade CP No.1 Pty Limited	Australia	Westpac Custodian Nominees Pty Limited	Australia
Crusade CP Trust No. 53	Australia	Westpac Debt Securities Pty Limited	Australia
Crusade CP Trust No. 56	Australia	Westpac Delta LLC	USA
Crusade CP Trust No. 57	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Crusade CP Trust No. 58	Australia	Westpac Equipment Finance Limited	Australia
Crusade Euro Trust 1E of 2006	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade Euro Trust 1E of 2007	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade Global Trust 1 of 2007	Australia	Westpac Equity Pty Limited	Australia
Crusade Global Trust 2 of 2006	Australia	Westpac Europe Limited	UK
Crusade Management Limited	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade 2P Trust of 2008	Australia	Westpac Financial Consultants Limited	Australia
Danaby Pty Limited	Australia	Westpac Financial Holdings Pty Limited	Australia
Data Republic Pty Limited	Australia	Westpac Financial Services Group Limited	Australia
eQR Securities Pty. Limited	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
Europe Infrastructure Debt LP	UK	Westpac Financial Services Limited	Australia
General Credits Pty Limited	Australia	Westpac Funding Holdings Pty Limited	Australia
Halcyon Securities Pty Limited	Australia	Westpac Funds Financing Holdco Pty Limited	Australia
Hastings Advisers LLC	USA	Westpac Funds Financing Pty Limited	Australia
Hastings Forestry Investments Limited	New Zealand	Westpac General Insurance Limited	Australia
Hastings Forests Australia Pty Limited	Australia	Westpac General Insurance Services Limited	Australia
Hastings Funds Management (UK) Limited	Singapore	Westpac Global Capital Markets Pty Limited	Australia
Hastings Funds Management (USA) Inc.	UK	Westpac Group Investment-NZ-Limited	New Zealand
Hastings Funds Management Asia Pty. Limited	USA	Westpac Holdings-NZ-Limited	New Zealand
Hastings Funds Management Limited	Australia	Westpac Investment Capital Corporation	USA
Hastings Infrastructure 1 Limited	UK	Westpac Investment Vehicle No.2 Pty Limited	Australia
Hastings Infrastructure 2 Limited	UK	Westpac Investment Vehicle No.3 Pty Limited	Australia
Hastings Investment Capital LP	USA	Westpac Investment Vehicle Pty Limited	Australia
Hastings Investment Management (Europe) Ltd	USA	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Hastings Investment Management Pty Ltd	UK	Westpac Lenders Mortgage Insurance Limited	Australia
Hastings Investments GP LLC	Australia	Westpac Life Insurance Services Limited	Australia
Hastings Korea Company Limited	Korea	Westpac Life-NZ-Limited	New Zealand
Hastings Management Pty Limited	Australia	Westpac New Zealand Group Limited	New Zealand
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac New Zealand Limited	New Zealand
Hickory Trust	Australia	Westpac Nominees-NZ-Limited	New Zealand
Hitton Pty Limited	Australia	Westpac Notice Saver PIE Fund	Australia
HLT Custodian Trust	New Zealand	Westpac NZ Covered Bond Holdings Limited	New Zealand

Infrastructure GP LLP	UK	Westpac NZ Covered Bond Limited	New Zealand
Infrastructure GP 2 LLP	UK	Westpac NZ Operations Limited	New Zealand
Infrastructure Research and Advisory Services Private Limited	India	Westpac NZ Securitisation Holdings Limited	New Zealand
Magnitude Group Pty Limited	Australia	Westpac NZ Securitisation Limited	New Zealand
MIF Custodian Trust	New Zealand	Westpac NZ Securitisation No. 2 Limited	New Zealand
Mortgage Management Pty Limited	Australia	Westpac Overseas Holdings No. 2 Pty Limited	Australia
Net Nominees Limited	Australia	Westpac Overseas Holdings Pty Limited	Australia
Number 120 Limited	New Zealand	Westpac Properties Limited	Australia
Oniston Pty Limited	Australia	Westpac RE Limited	Australia
Partnership Pacific Pty Limited	Australia	Westpac Securities Administration Limited	Australia
Partnership Pacific Securities Pty Limited	Australia	Westpac Securities Limited	Australia
Pashley Investments Pty Limited	Australia	Westpac Securities NZ Limited	New Zealand
Planwise AU Pty Limited	Australia	Westpac Securitisation Holdings Pty Limited	Australia
Qvalent Pty Limited	Australia	Westpac Securitisation Management Pty Limited	Australia
RAMS Financial Group Pty Limited	Australia	Westpac Singapore Limited	Singapore
Reinventure Fund ILP	Australia	Westpac Structured Products Limited	Australia
RMS Warehouse Trust 2007-1	Australia	Westpac Superannuation Nominees-NZ-Limited	New Zealand
Sallmoor Pty Limited	Australia	Westpac Syndications Management Pty Limited	Australia
Securitor Financial Group Limited	Australia	Westpac Term PIE Fund	New Zealand
Seed Pool Trust No. 2	Australia	Westpac TPS Trust	Australia
Series 2008-1M WST Trust	Australia	Westpac Unit Trust	Australia
Series 2009-1 WST Trust	Australia	Westpac USA Inc.	USA
Series 2011-1 WST Trust	Australia		

Note: Westpac retains 30.0% ownership of BT Investment Management Limited who lodges separate notices under ASX code 'BTT'

BT Investment Management Limited (30.0%)	Australia
BT Investment Management (Institutional) Limited (Subsidiary of BT Investment Management Limited)	Australia